

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:)) Chapter 11
JACK COOPER VENTURES, INC., <i>et al.</i> , ¹)) Case No. 19-62393 (PWB)
)) Debtors.) (Jointly Administered)
))

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR THE HEARING ON SEPTEMBER 12, 2019 AT 10:00 A.M.**

Time and Date of Hearing:	September 12, 2019 at 10:00 a.m. (Prevailing Eastern Time)
Location of Hearing:	The Honorable Paul W. Bonapfel United States Bankruptcy Court for the Northern District of Georgia Richard B. Russell Federal Building and United States Courthouse 75 Ted Turner Drive, SW Atlanta, Georgia 30303
Copies of Motions:	A copy of each pleading can be viewed on the Court's website at www.ganb.uscourts.gov and the website of the Debtors' proposed claims and noticing agent, at https://cases.primeclerk.com/jackcooper/ . Further information may be obtained by calling Prime Clerk toll free at (844) 234-1463, or (917) 994-8409.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Jack Cooper Ventures, Inc. (0805); Jack Cooper Diversified, LLC (9414); Jack Cooper Enterprises, Inc. (3001); Jack Cooper Holdings Corp. (2446); Jack Cooper Transport Company, Inc. (3030); Auto Handling Corporation (4011); CTEMS, LLC (7725); Jack Cooper Logistics, LLC (3433); Auto & Boat Relocation Services, LLC (9095); Axis Logistic Services, Inc. (2904); Jack Cooper CT Services, Inc. (3523); Jack Cooper Rail and Shuttle, Inc. (7801); Jack Cooper Investments, Inc. (6894); North American Auto Transportation Corp. (8293); Jack Cooper Transport Canada Inc. (8666); Jack Cooper Canada GP 1 Inc. (7030); Jack Cooper Canada GP 2 Inc. (2373); Jack Cooper Canada 1 Limited Partnership (3439); and Jack Cooper Canada 2 Limited Partnership (7839). The location of the Debtors' corporate headquarters and service address is: 630 Kennesaw Due West Road NW, Kennesaw, Georgia 30152.

I. Uncontested Matters

1. ***Bar Date Motion.*** Debtors' Motion Seeking Entry of an Order (I) Setting a Bar Date for Filing Proofs of Claim, Including Claims Arising under Section 503(b)(9) of the Bankruptcy Code, (II) Setting an Amended Schedules Bar Date, (III) Setting a Rejection Damages Bar Date, (IV) Approving the Form of and Manner for Filing Proofs of Claim, (V) Approving Notice of the Bar Dates, and (VI) Granting Related Relief. [Docket No. 175]

Response Deadline: September 5, 2019 at 4:00 p.m. (prevailing Eastern Time).

Responses Filed: None.

Related Document:

- A. Certificate of Service. [Docket No. 231]

Status: This Motion is going forward on an uncontested basis.

2. ***OCP Motion.*** Debtors' Motion for Entry of an Order Authorizing the Retention and Compensation of Certain Professionals Utilized in the Ordinary Course of Business. [Docket No. 176]

Response Deadline: September 5, 2019 at 4:00 p.m. (prevailing Eastern Time).

Responses Filed: None.

Related Document:

- A. Certificate of Service. [Docket No. 231]
- B. Notice of Filing of Modified Final Order Authorizing the Retention and Compensation of Certain Professionals Utilized in the Ordinary Course of Business [Docket No. 265]

Status: The Motion is going forward on an uncontested basis.

3. ***Utilities Motion.*** Debtors' Motion for Entry of an Order Determining Adequate Assurance of Payment for Future Utility Services. [Docket No. 15]

Response Deadline: September 10, 2019 at 4:00 p.m. (prevailing Eastern Time).

Responses Filed: None.

Related Document:

- A. Certificate of Service. [Docket No. 45]
- B. Notice of Final Hearing. [Docket No. 82]
- C. Interim Order Determining Adequate Assurance of Payment for Future Utility Services. [Docket No. 129]
- D. Certificate of Service re Utilities Motion and Interim Order. [Docket No. 143]
- E. Supplemental Certificate of Service re Utilities Motion. [Docket No. 166]
- F. Notice of Filing of Modified Proposed Final Order Determining Adequate Assurance of Payment for Future Utility Services. [Docket No. 266]

Status: The Motion is going forward on an uncontested basis.

II. Contested Matters

- 4. **DIP Motion.** Debtors' Motion For Interim and Final Orders (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief. [Docket No. 18]

Response Deadline: August 20, 2019 at 4:00 p.m. (prevailing Eastern Time). Extended to September 6, 2019 at 12:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors (the “Committee”).

Responses Filed:

- A. Omnibus Limited Objection of the Official Committee of Unsecured Creditors to: (1) Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Enter into and Perform under the Stalking Horse Asset Purchase Agreement, (II) Approving Bidding Procedures for the Sale of the Debtors Assets, (III) Approving the Expense Reimbursement, (IV) Scheduling Hearings and Objection Deadlines with Respect to the Sale, (V) Scheduling Bid Deadlines and an Auction, (VI) Approving the Form and Manner of Notice Thereof, (VII) Approving Contract Assumption and Assignment Procedures, and (VIII) Granting Related Relief; and, on a Preliminary Basis, (2) Debtors' Motion For Interim and Final Orders (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to

Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief. [Docket No. 187]

- B. Wells Fargo Capital Finance, LLC's Preliminary Reply and Reservation of Rights with Respect to the Objection of the Official Committee of Unsecured Creditors to Debtors' Motion For Interim and Final Orders (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief. [Docket No. 208]
- C. Supplemental Objection of the Official Committee of Unsecured Creditors to Debtors' Motion For Interim and Final Orders (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief. [Docket No. 252]
- D. Debtors' Reply to the Objection and Supplemental Objection of the Official Committee of Unsecured Creditors to Debtors' Motion For Interim and Final Orders (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief.¹

Related Document:

- E. Declaration of Adam Dunayer in Support of Debtors' Motion For Interim and Final Orders (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief. [Docket No. 18, Exhibit B]

¹ To be filed with the Court in advance of the hearing on this matter.

- F. Certificate of Service. [Docket No. 45]
- G. Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, and 507 (I) Authorizing the Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief. [Docket No. 69]
- H. Notice of Final Hearing. [Docket No. 82]
- I. Affidavit of Service re Interim Order and Notice of Final Hearing. [Docket No. 120]
- J. Amended Affidavit of Service re Interim Order and Notice of Final Hearing. [Docket No. 128]
- K. Notice of Adjournment of Hearing. [Docket No. 159]
- L. Supplemental Certificate of Service re DIP Motion and Interim Order. [Docket No. 166]
- M. Notice of Filing of Modified Proposed Final Order (I) Authorizing Debtors to Obtain Senior and Junior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and (VI) Granting Related Relief.²

Status: This Motion is going forward on a contested basis.

[Remainder of page intentionally left blank]

² To be filed with the Court in advance of the hearing on this matter.

Dated: September 11, 2019
Atlanta, Georgia

/s/ Sarah R. Borders

Sarah R. Borders
Georgia Bar No. 610649
Leia Clement Shermohammed
Georgia Bar No. 972711
Britney Baker
Georgia Bar No. 625752
KING & SPALDING LLP
1180 Peachtree Street NE
Atlanta, Georgia 30309
Telephone: (404) 572-4600
Email: sborders@kslaw.com
Email: lshermohammed@kslaw.com
Email: bbaker@kslaw.com

-and-

Kelley A. Cornish (admitted *pro hac vice*)
New York Bar No. 1930767
Brian S. Hermann (admitted *pro hac vice*)
New York Bar No. 2810232
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
1285 Avenue of the Americas
New York, New York 10019
Telephone: (212) 373-3000
Email: kcornish@paulweiss.com
Email: bhermann@paulweiss.com

Counsel for the Debtors in Possession